

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

)
NEW ENGLAND CARPENTERS)
HEALTH BENEFITS FUND; PIRELLI)
ARMSTRONG RETIREE)
MEDICAL BENEFITS TRUST;)
TEAMSTERS HEALTH & WELFARE)
FUND OF PHILADELPHIA AND)
VICINITY; and PHILADELPHIA)
FEDERATION OF TEACHERS HEALTH)
AND WELFARE FUND,)
Plaintiffs,) Civil Action No. 1:05-CV-11148-PBS
)
v.)
)
FIRST DATABANK, INC., a Missouri)
Corporation; and McKESSON)
CORPORATION, a Delaware Corporation,)
Defendants)

)

**DECLARATION OF THOMAS M. SOBOL IN CONNECTION WITH JOINT MOTION
FOR AN ORDER GRANTING PRELIMINARY APPROVAL OF PROPOSED
AMENDED AND RESTATED SETTLEMENT AGREEMENT AS TO DEFENDANT,
FIRST DATABANK, INC., ONLY**

I, Thomas M. Sobol depose and state under oath as follows:

1. I, Thomas M. Sobol, am a member of the Bar of the Supreme Judicial Court with the Commonwealth of Massachusetts. I am a partner at Hagens Berman Sobol Shapiro, LLP, One Main Street, Cambridge, Massachusetts. Hagens Berman Sobol Shapiro has been appointed by this Court as liaison counsel and co-lead counsel on behalf of a putative nationwide class of drug purchasers in connection with the claims against the two defendants, First DataBank, Inc.

(“FDB”), and McKesson Corporation.

2. I provide this declaration in support of the Joint Motion for an Order Granting Preliminary Approval of Proposed Amended and Restated Settlement Agreement, as to Defendant, First DataBank, Inc., Only.

3. I am familiar with the facts set forth here in, and if called upon to do so, I could and would testify completely to them.

4. Plaintiffs and FDB actively engaged in dozens of intense rounds of negotiations for over one year to arrive at the previous proposed settlement agreement.

5. In January, 2008, the Court held a fairness hearing in connection with the previous proposed settlement agreement. At that time, the Court expressed its concerns with certain aspects of the agreement and proposed modifications to the terms of the proposed agreement, and entered an order declining final approval of the settlement, without prejudice. Following the Court’s order, Plaintiffs and FDB continued further arms-length negotiations in order to address the issues raised by the Court and amend the settlement terms.

6. On March 18, 2008, the Court held a preliminary hearing during which the Court raised additional concerns regarding the Settlement terms. Subsequent to the March 2008 hearing, the parties continued further arms-length negotiations resulting in the Amended and Restated Settlement Agreement.

7. In support of the Joint Motion for an Order Granting Preliminary Approval of Proposed Amended and Restated Settlement Agreement, as to Defendant, First DataBank, Inc., Only, filed herewith are true and correct copies of the following documents:

- A. The Amended and Restated Settlement Agreement
- B. Exhibit A to the Amended and Restated Settlement Agreement

(“[Preliminary Approval and Settlement Class Order]”); and

C. Exhibit B to the Amended and Restated Settlement Agreement (“[Final Order and Judgment Certifying the Class for Purpose of Settlement, Approving of Class Action Settlements, and Dismissing the Action with Prejudice]”).

Subscribed and sworn to under oath this 29th day of May, 2008.

Respectfully submitted by:

/s/ Thomas M. Sobol

Thomas M. Sobol (BBO# 471770)
HAGENS BERMAN SOBOL SHAPIRO LLP
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CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the attorney of record for each other party through the Court's electronic filing service on May 29, 2008.

/s/ Thomas M. Sobol

Thomas M. Sobol